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ROBERT N. LERNER, ESQUIRE  
Post Office Box 150176  
Altamonte Springs, Florida 32715  
(407) 767-0099

TRANSMITTAL LETTER

July 28, 1999

RE: KILGORE REALTY L.C.

TO: Secretary of State  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

500002945215--3  
-07/29/99--01062--005  
\*\*\*\*285.00 \*\*\*\*285.00

DOCUMENTS ENCLOSED:

Articles of Organization  
Check for \$ 285.00

INSTRUCTIONS:

Please file, a certified copy of articles is not necessary.  
Thank you.

Respectfully submitted,

*Cheryl B. Daley*  
Legal Asst to:

Robert N. Lerner, Esquire  
RNL/cbh

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY****ARTICLE I - Name:**

The name of the Limited Liability Company is:

**KILGORE REALTY L.C.**

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Corporation is:

9986 Kilgore Road  
Orlando, FL 32836

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be:

Perpetual

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

**ANDREW DELLI PAOLI**  
9986 Kilgore Road  
Orlando, FL 32836

**ARTICLE V - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

1. In the event of death of one of the principals
2. Upon amendment of the Articles

**ARTICLE VI - Continuity:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

Upon the death or disability of ANDREW DELLI PAOLI, his successor shall be MAXINE DELLI PAOLI, his wife.

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DIVISION

**ARTICLE VII - Organizer:**

The name and street address of the person signing these Articles of Incorporation is:

NAME  
ANDREW DELLI PAOLI


ADDRESS  
301 Boston Post Road  
Rye, New York 10580

  
ANDREW DELLI PAOLI

STATE OF NEW YORK  
COUNTY OF

The foregoing Articles of Organization of KILGORE REALTY, L.C. was acknowledged before me this 27<sup>th</sup> day of JULY, 1999 by ANDREW DELLI PAOLI who is personally known to me or who has produced a Driver's License as identification and who did take an oath as ORGANIZER.

ROMUALDO A. RAMOS  
Notary Public, State of New York  
No. 01RA4619110  
Qualified in Bronx County  
Term Expires April 30, 2001

  
Notary Public-State of Florida  
Name:  
Address:

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for KILGORE REALTY, L.C. at the place designated in the Articles of ORGANIZATION FOR LIMITED LIABILITY CORPORATION, ANDREW DELLI PAOLI agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping such office.

Date:

7/27/99

  
ANDREW DELLI PAOLI

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF NEW YORK  
COUNTY OF

COMES NOW, the undersigned member of KILGORE REALTY, L.C., who after being duly sworn and cautioned upon his oath, deposes and says:

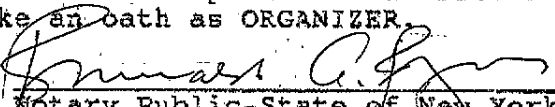
1. I am ANDREW DELLI PAOLI, a member of KILGORE REALTY L.C.; I am over the age of eighteen (18) years and I make this Affidavit of my own personal knowledge.
2. That the above named limited liability company has at least one member.
3. That the total amount of cash contributed by the member(s) is: \$1,000.00
4. That the agreed value of property other than cash contributed by member(s) is: n/a  
A description of the property is as follows: n/a
5. That the amount of cash or property anticipated to be contributed by member(s) is unknown at this time.
6. That the total amount of 3, 4 and 5 is: \$1,000.00

In accordance with section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

  
ANDREW DELLI PAOLI

STATE OF NEW YORK  
COUNTY OF

The foregoing Affidavit for KILGORE REALTY, L.C. was acknowledged before me this 27<sup>th</sup> day of JULY, 1999 by ANDREW DELLI PAOLI who is personally known to me or who has produced a Driver's License as identification and who did take an oath as ORGANIZER.

  
Notary Public-State of New York

Name:

Address:

My Commission Expires:

ROMUALDO A. RAMOS  
Notary Public, State of New York  
No. 01RA4619110  
Qualified in Bronx County  
Term Expires April 30, 20 01

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

**KILGORE REALTY, L.C.**

2. The name and address of the registered agent and office is

**ANDREW DELLI PAOLI**  
9986 Kilgore Road  
Orlando, FL 32836

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

7/27/99  
Date

Andrew Dell Paoli  
ANDREW DELLI PAOLI

Romualdo A. Ramos  
**ROMUALDO A. RAMOS**  
Notary Public, State of New York  
No. 01RA4619110  
Qualified in Bronx County  
Term Expires April 30, 2001

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